

1 THOMAS J. SNOW

2 UNITED STATES DISTRICT COURT

3 FOR THE SOUTHERN DISTRICT OF NEW YORK

4 No. 15 Civ. 08725 (GBD)

5 -----x

6 UMB Bank, N.A., as Trustee,

7 Plaintiff

8 vs.

9 SANOFI,

10 Defendant

11 -----x

12 VIDEOTAPED DEPOSITION OF THOMAS J. SNOW

13 Friday, June 22, 2018 9:03 a.m.

14 Weil, Gotshal & Manges

15 100 Federal Street, Boston, MA

16
17
18
19 Reported by:

20 Janet Sambataro, RMR, CRR, CLR

21 JOB NO. 143779

1 THOMAS J. SNOW

2 Q. When was -- when were you working on
3 Rebif?

4 A. From approximately 2008 to 2012, early
5 2012.

6 And then, in 2012, August, I moved from
7 Serono to what was then Genzyme, to become the
8 head of global commercial strategy for the MS
9 franchise. I did that role for a couple of
10 years. Then, in 2014, around August, September,
11 became the European commercial lead for MS, so
12 the same products and the same disease area, but
13 a little bit closer to the operational side of
14 things.

15 I did that for a couple of years. And
16 then, in April of 2017, I was named the global
17 franchise head for MS for Sanofi Genzyme now, and
18 that's the role that I currently hold now.

19 Q. Okay. Were all those positions in
20 Boston or elsewhere?

21 A. So I have been based in Geneva for --
22 since 2007. I have been, you know, kind of
23 spending three weeks in Boston, one week in
24 Europe and vice versa; depending on the -- you
25 know, on the business need.

1 THOMAS J. SNOW

2 Because I've been in a global role, I think
3 that I find it quite effective, especially when
4 the HQ is in Boston and the global head happens
5 to be an American, to spend a lot of time in
6 Europe, to get close to the European affiliates,
7 the European teams, I think that the -- that
8 those teams appreciate that attention.

9 Q. Okay. I'm going to show you what has
10 already been marked as Exhibit 106 in a previous
11 deposition.

12 A. Mm-hmm.

13 (Previously marked Exhibit 106
14 incorporated by reference.)

15 Q. Are you familiar with this document?

16 A. Yes.

17 Q. When did you first become familiar with
18 this document?

19 A. I first saw the document itself
20 yesterday when these fine people gave it to me.

21 Q. Okay.

22 A. I was not aware of the CVR agreement
23 when I joined Genzyme. I had been following,
24 peripherally, the acquisition of Sanofi -- sorry,
25 of Genzyme by Sanofi in my previous role, but

1 THOMAS J. SNOW

2 hadn't been very close to it so didn't know the
3 details of, you know, the whole arrangement.

4 Probably the first time I heard about this
5 was 2013, maybe, when I was instructed that we
6 had a legal hold on documents related to Lemtrada
7 as a result of, you know, ongoing legal action
8 relative to the CVR agreement, so I had to put
9 things in an e-mail file and give my laptop to IT
10 and things like that.

11 Q. If you could turn to Page 4 in that
12 document.

13 A. Mm-hmm. Roman Numeral IV or --

14 Q. No.

15 A. Arabic numeral 4.

16 Q. Venetian, Arabic numeral 4.

17 A. Okay.

18 Q. At the bottom of that page, I think
19 there's a defined term called "diligent efforts."

20 A. Mm-hmm.

21 Q. Were you ever familiar before yesterday
22 with this obligation of diligent efforts?

23 A. No.

24 Q. Did you ever hear about the company's
25 diligent efforts obligation with regards to

1 THOMAS J. SNOW

2 Lemtrada?

3 A. No.

4 Q. Okay.

5 MS. VENEZIA: Brent, you'll have copies
6 for us of the other --

7 MR. ANDRUS: Yes. Sorry.

8 MS. VENEZIA: I didn't, because it was
9 a CVR.

10 MR. ANDRUS: Would you like me, to have
11 you mark these, hand you a copy of these?

12 COURT REPORTER: Sure.

13 MR. ANDRUS: Okay.

14 (Document Bates-stamped SAN-CVR
15 011743588 through -3598 marked Exhibit 268.)

16 Q. So this is what has been marked as
17 Exhibit 268.

18 A. Okay.

19 Q. If you could quickly look over this.
20 Do you see that you're the author?

21 A. I do.

22 Q. Do you -- was this prepared in your
23 normal business function, this e-mail?

24 A. Sorry. I'm just reading it now.

25 Q. Go ahead.